

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re: : Chapter 11
: :
PURDUE PHARMA L.P., *et al.*, : Case No. 19-23649 (RDD)
: :
Debtors.¹ : (Jointly Administered)
: :
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**STATEMENT OF FEES AND OUT-OF-POCKET EXPENSES
OF PJT PARTNERS LP FOR THE PERIOD OF
MAY 1, 2022 THROUGH MAY 31, 2022**

PJT Partners LP (“PJT”), investment banker to the above-captioned debtors and debtors-in-possession (collectively, the “Debtors”), hereby submits its statement of fees and out-of-pocket expenses (the “Monthly Fee Statement”) for the period of May 1, 2022 through May 31, 2022 (the “Twenty-Ninth Compensation Period”), in accordance with the Procedures Order (as hereinafter defined). In support of this Monthly Fee Statement, PJT states as follows:

I. Background

1. On September 15, 2019 (the “Petition Date”), each of the Debtors filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101 *et seq.*, as amended (the “Bankruptcy Code”).

¹ The Debtors in these cases, along with the last four digits of each Debtor’s registration number in the applicable jurisdiction, are as follows: Purdue Pharma L.P. (7484), Purdue Pharma Inc. (7486), Purdue Transdermal Technologies L.P. (1868), Purdue Pharma Manufacturing L.P. (3821), Purdue Pharmaceuticals L.P. (0034), Imbrium Therapeutics L.P. (8810), Adlon Therapeutics L.P. (6745), Greenfield BioVentures L.P. (6150), Seven Seas Hill Corp. (4591), Ophir Green Corp. (4594), Purdue Pharma of Puerto Rico (3925), Avrio Health L.P. (4140), Purdue Pharmaceutical Products L.P. (3902), Purdue Neuroscience Company (4712), Nayatt Cove Lifescience Inc. (7805), Button Land L.P. (7502), Rhodes Associates L.P. (N/A), Paul Land Inc. (7425), Quidnick Land L.P. (7584), Rhodes Pharmaceuticals L.P. (6166), Rhodes Technologies (7143), UDF LP (0495), SVC Pharma LP (5717) and SVC Pharma Inc. (4014). The Debtors’ corporate headquarters is located at One Stamford Forum, 201 Tresser Boulevard, Stamford, CT 06901.

The Debtors are operating their businesses and managing their properties as debtors-in-possession pursuant to §§ 1107(a) and 1108 of the Bankruptcy Code.

2. On November 5, 2019, the Debtors filed the *Debtors' Application to Employ PJT Partners LP as Investment Banker Nunc Pro Tunc to the Petition Date* [Docket No. 430] (the "Retention Application"), pursuant to which the Debtors sought authority to retain and employ PJT as its investment banker pursuant to the terms of an engagement agreement (the "Engagement Agreement") dated May 6, 2019. A copy of the Engagement Agreement was attached to the Retention Application.

3. On November 21, 2019, this Court entered the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals* [Docket No. 529] (the "Procedures Order") establishing procedures for interim compensation and reimbursement of expenses for professionals.

4. On January 9, 2020, this Court entered the *Order Approving Debtors' Employment of PJT Partners LP as Investment Banker Nunc Pro Tunc to the Petition Date* [Docket No. 728] (the "Retention Order") approving the Retention Application and authorizing the retention and employment of PJT effective as of the Petition Date, pursuant to the terms of the Engagement Agreement.

II. PJT's Request for Payment of Fees and Expenses

5. For the Twenty-Ninth Compensation Period, PJT (a) earned monthly fees in the amount of \$225,000.00, and (b) in accordance with the Procedures Order, seeks payment in the amount of \$180,000.00 (representing 80% of the total amount of monthly fees earned by PJT during the Twenty-Ninth Compensation Period). Although every effort has been made to include all out-of-pocket expenses incurred during the Twenty-Ninth Compensation Period, some expenses might not be included in this Monthly Fee Statement due to delays caused in

connection with the accounting and processing of such expenses. Accordingly, PJT reserves the right to make further application to this Court for allowance of such out-of-pocket expenses incurred during the Twenty-Ninth Compensation Period but not included herein.

6. An invoice detailing the monthly fees earned by PJT during the Twenty-Ninth Compensation Period is attached hereto as Appendix A. A summary of the compensation earned during the Twenty-Ninth Compensation Period is outlined below:

<u>Twenty-Ninth Compensation Period</u>	<u>Monthly Fee</u>	<u>Holdback @ 20%</u>	<u>Amount Due</u>
May 1 – 31, 2022	\$225,000.00	(\$45,000.00)	\$180,000.00

7. The amount of compensation sought in this Monthly Fee Statement and PJT's compensation practices are consistent with market practices both in and out of a bankruptcy context. PJT has never billed its clients based on the number of hours expended by its professionals. Accordingly, PJT does not have hourly rates for its professionals and PJT's professionals generally do not maintain detailed time records of the work performed for its clients. PJT has, however, maintained contemporaneous time records in one-half hour increments. Time records with respect to the 174.0 hours expended by PJT professionals in providing investment banking services to the Debtors during the Twenty-Ninth Compensation Period are provided in Appendix B. A summary of the total amount of hours expended by PJT professionals is provided below:

<u>Professional</u>	<u>May 2022</u>
Jamie O'Connell	11.0
George South	5.0
Rafael Schnitzler	15.5
Tom Melvin	87.5
Lukas Schwarzmann	55.0
Total Hours	174.0

III. Requested Relief

8. Pursuant to the Retention Order and the Procedures Order, with respect to PJT's monthly fees in the amount of \$225,000.00 earned during the Twenty-Ninth Compensation Period, PJT hereby requests that the Debtors make the following payment to PJT:

Monthly Fee	\$225,000.00
Less: 20% Holdback	<u>(45,000.00)</u>
Total Amount Due	<u>\$180,000.00</u>

Dated: June 29, 2022

PJT PARTNERS LP

By: /s/ John James O'Connell

John James O'Connell III
Partner
280 Park Avenue
New York, NY 10017
(212) 364-7800

APPENDIX A

PJT Partners



June 26, 2022

Terrence Ronan
Purdue Pharma LP
201 Tresser Boulevard
Stamford, CT 06901-3431

Monthly Fee for the period of May 1, 2022 through May 31, 2022:	\$	225,000.00
Less: Holdback @ 20%		<u>(45,000.00)</u>
Total Amount Due⁽¹⁾	\$	<u>180,000.00</u>

Invoice No. 10021345

⁽¹⁾ Expenses incurred, but not yet processed due to timing differences will be billed at a later date.

PJT Partners LP
Finance Department - 17th Floor
280 Park Avenue
New York, NY 10017
212 364-7800
PJTUSInvoicing@pjtpartners.com

APPENDIX B

PJT PARTNERS LP
SUMMARY OF HOURS FOR THE PERIOD OF
MAY 1, 2022 THROUGH MAY 31, 2022

Professional	Title	Hours
Jamie O'Connell	Partner	11.0
George South	Managing Director	5.0
Rafael Schnitzler	Managing Director	15.5
Tom Melvin	Vice President	87.5
Lukas Schwarzmnn	Analyst	<u>55.0</u>
	Total	<u><u>174.0</u></u>

PJT PARTNERS LP
HOURLY DETAILS FOR THE PERIOD OF
MAY 1, 2022 THROUGH MAY 31, 2022

Professional	Date	Hours	Explanation
Jamie O'Connell	05/03/22	0.5	Internal discussions regarding various matters
Jamie O'Connell	05/04/22	5.5	Board Meeting
Jamie O'Connell	05/09/22	0.5	Call with management regarding financial matter
Jamie O'Connell	05/12/22	0.5	Internal discussions regarding various matters
Jamie O'Connell	05/16/22	0.5	Internal discussions regarding various matters
Jamie O'Connell	05/16/22	0.5	Review draft fee statement and fee application
Jamie O'Connell	05/19/22	0.5	Weekly update call
Jamie O'Connell	05/23/22	1.0	Internal meeting regarding various matters
Jamie O'Connell	05/23/22	0.5	Call with fee examiner
Jamie O'Connell	05/26/22	0.5	Weekly update call
Jamie O'Connell	05/26/22	0.5	Call regarding financial matter
		<u>11.0</u>	

PJT PARTNERS LP
HOURLY DETAILS FOR THE PERIOD OF
MAY 1, 2022 THROUGH MAY 31, 2022

Professional	Date	Hours	Explanation
George South	05/03/22	0.5	Reviewed transcript of April 27 fee hearing and related emails
George South	05/05/22	0.5	Emails w/PJT team re timing of fee applications and related issues
George South	05/09/22	0.5	Emails w/PJT team re fee application and related issues
George South	05/16/22	0.5	Emails w/PJT team and related review re financial matters
George South	05/17/22	0.5	Emails with DPW and fee examiner re scheduling call
George South	05/19/22	1.0	Emails and discussion w/PJT re issues concerning financial matters
George South	05/23/22	1.0	Review of analysis and related emails and discussions w/PJT team
George South	05/23/22	0.5	Call with DPW and fee examiner re fee application and related matters
		<u>5.0</u>	

PJT PARTNERS LP
HOURLY DETAILS FOR THE PERIOD OF
MAY 1, 2022 THROUGH MAY 31, 2022

Professional	Date	Hours	Explanation
Rafael Schnitzler	05/04/22	3.0	Board meeting
Rafael Schnitzler	05/04/22	0.5	Call with 3rd party regarding financial matter
Rafael Schnitzler	05/11/22	0.5	Call with internal team member regarding various work streams
Rafael Schnitzler	05/16/22	1.0	Call with Company management and AlixPartners regarding PHI product development
Rafael Schnitzler	05/16/22	1.0	Review of materials related to legal matter
Rafael Schnitzler	05/16/22	2.0	Prepare and review materials related to financial work stream
Rafael Schnitzler	05/17/22	1.0	Board Special Committee meeting
Rafael Schnitzler	05/17/22	1.0	Prepare and review materials related to financial work stream
Rafael Schnitzler	05/19/22	0.5	Weekly update call with Company management and advisors
Rafael Schnitzler	05/19/22	0.5	Call with Company management to discuss various work streams
Rafael Schnitzler	05/19/22	0.5	Internal team meeting to discuss various work streams
Rafael Schnitzler	05/19/22	1.0	Weekly update call with Company management and advisors
Rafael Schnitzler	05/23/22	1.0	Meeting with internal team regarding various work streams
Rafael Schnitzler	05/26/22	1.0	Review analysis related to business development work stream
Rafael Schnitzler	05/31/22	1.0	Review analysis related to business development work stream
		<u>15.5</u>	

PJT PARTNERS LP
HOURLY DETAILS FOR THE PERIOD OF
MAY 1, 2022 THROUGH MAY 31, 2022

Professional	Date	Hours	Explanation
Thomas Melvin	05/01/22	1.0	Calls with internal team member regarding upcoming work streams and other matters
Thomas Melvin	05/02/22	0.5	Call with internal team member regarding financial analysis
Thomas Melvin	05/03/22	0.5	Internal team call regarding various matters
Thomas Melvin	05/03/22	0.5	Call with AlixPartners regarding various work streams
Thomas Melvin	05/03/22	0.5	Review materials and agenda for upcoming Board meeting
Thomas Melvin	05/03/22	1.0	Review hearing transcript
Thomas Melvin	05/03/22	0.5	E-mail correspondence with DPW regarding various legal matters
Thomas Melvin	05/03/22	0.5	E-mail correspondence with Company management regarding upcoming meetings
Thomas Melvin	05/03/22	0.5	E-mail correspondence with internal team regarding various matters
Thomas Melvin	05/04/22	6.0	Board meeting
Thomas Melvin	05/09/22	0.5	Call with creditor advisors regarding upcoming hearings
Thomas Melvin	05/10/22	1.0	Biweekly update call with creditor financial advisors
Thomas Melvin	05/10/22	1.5	Review communications from management related to business development
Thomas Melvin	05/11/22	0.5	Call with internal team members to discuss work streams
Thomas Melvin	05/11/22	1.5	Calls with internal team members to discuss upcoming meetings
Thomas Melvin	05/11/22	1.0	E-mail correspondence with internal team regarding upcoming meetings and other matters
Thomas Melvin	05/12/22	0.5	Call with DPW to discuss various legal matters
Thomas Melvin	05/12/22	0.5	Internal team meeting to discuss various work streams
Thomas Melvin	05/12/22	0.5	E-mail correspondence with internal team regarding various matters
Thomas Melvin	05/12/22	0.5	E-mail correspondence with Company management regarding various matters
Thomas Melvin	05/13/22	1.0	Call with internal team member regarding financial analysis
Thomas Melvin	05/14/22	0.5	E-mail correspondence with internal team regarding various matters
Thomas Melvin	05/15/22	1.5	Calls with internal team members to discuss analysis and upcoming meetings
Thomas Melvin	05/16/22	1.0	Call with Company management and AlixPartners regarding PHI product development
Thomas Melvin	05/16/22	0.5	Internal team meeting to discuss various work streams
Thomas Melvin	05/16/22	2.0	Prepare and review analysis related to business development work stream
Thomas Melvin	05/16/22	2.5	Review of materials for upcoming meetings
Thomas Melvin	05/16/22	1.0	E-mail correspondence with internal team related to upcoming meetings
Thomas Melvin	05/16/22	0.5	E-mail correspondence with DPW regarding various legal matters
Thomas Melvin	05/17/22	1.0	Board Special Committee meeting
Thomas Melvin	05/17/22	2.5	Prepare and review materials related to business development work stream
Thomas Melvin	05/18/22	2.0	Dialed into court hearing
Thomas Melvin	05/18/22	3.5	Review annual financial reports
Thomas Melvin	05/18/22	1.0	E-mail correspondence with Company management and AlixPartners regarding various matters
Thomas Melvin	05/18/22	1.0	Review annual financial reports

PJT PARTNERS LP
HOURLY DETAILS FOR THE PERIOD OF
MAY 1, 2022 THROUGH MAY 31, 2022

Professional	Date	Hours	Explanation
Thomas Melvin	05/18/22	0.5	Review request from creditor financial advisors
Thomas Melvin	05/19/22	0.5	Weekly update call with Company management and advisors
Thomas Melvin	05/19/22	0.5	Call with Company management to discuss various work streams
Thomas Melvin	05/19/22	0.5	Internal team meeting to discuss various work streams
Thomas Melvin	05/19/22	2.0	Review annual financial reports
Thomas Melvin	05/20/22	1.5	Review annual financial reports
Thomas Melvin	05/20/22	0.5	Call with internal team member regarding financial analysis
Thomas Melvin	05/21/22	0.5	Call with Company management regarding business development opportunities
Thomas Melvin	05/21/22	2.0	Review AlixPartners analysis related to annual financial reports
Thomas Melvin	05/21/22	0.5	E-mail correspondence with AlixPartners team regarding financial analysis
Thomas Melvin	05/22/22	2.0	Review AlixPartners analysis related to annual financial reports
Thomas Melvin	05/22/22	1.0	Review annual financial reports
Thomas Melvin	05/22/22	0.5	E-mail correspondence with AlixPartners team regarding financial analysis
Thomas Melvin	05/22/22	0.5	Call with internal team member regarding financial analysis
Thomas Melvin	05/23/22	1.0	Internal team meeting to discuss various work streams
Thomas Melvin	05/23/22	0.5	Call with DPW and fee examiner
Thomas Melvin	05/23/22	3.0	Review AlixPartners analysis related to annual financial reports
Thomas Melvin	05/23/22	2.0	Review analysis related to upcoming hearing
Thomas Melvin	05/23/22	0.5	Review request from creditor financial advisors
Thomas Melvin	05/23/22	1.0	Prepare response to inquiry from creditor financial advisors
Thomas Melvin	05/23/22	1.0	Meeting with Company management regarding various matters
Thomas Melvin	05/23/22	1.0	E-mail correspondence with internal team, AlixPartners and Company management regarding various matters
Thomas Melvin	05/24/22	1.0	Biweekly update call with creditor financial advisors
Thomas Melvin	05/24/22	0.5	Call with AlixPartners regarding various work streams
Thomas Melvin	05/24/22	3.5	Prepare and review materials related to business development work stream
Thomas Melvin	05/24/22	2.0	Review AlixPartners analysis related to annual financial reports
Thomas Melvin	05/24/22	1.5	E-mail correspondence with Company management regarding business development work stream
Thomas Melvin	05/25/22	1.5	Review AlixPartners analysis related to annual financial reports
Thomas Melvin	05/25/22	1.5	Prepare and review materials related to business development work stream
Thomas Melvin	05/26/22	1.5	Review responses to diligence questions from creditor financial advisors
Thomas Melvin	05/26/22	3.0	Prepare and review analysis related to business development work stream
Thomas Melvin	05/26/22	1.0	E-mail correspondence with internal team and AlixPartners regarding various analyses
Thomas Melvin	05/26/22	1.0	Weekly update call with Company management and advisors
Thomas Melvin	05/26/22	1.0	Prepare and review materials related to business development work stream
Thomas Melvin	05/27/22	2.0	Prepare and review analysis related to business development work stream

PJT PARTNERS LP
HOURLY DETAILS FOR THE PERIOD OF
MAY 1, 2022 THROUGH MAY 31, 2022

Professional	Date	Hours	Explanation
Thomas Melvin	05/27/22	2.0	Prepare and review materials related to business development work stream
Thomas Melvin	05/31/22	0.5	Calls with internal team member regarding upcoming work streams and other matters
		<u>87.5</u>	

PJT PARTNERS LP
HOURLY DETAILS FOR THE PERIOD OF
MAY 1, 2022 THROUGH MAY 31, 2022

Professional	Date	Hours	Explanation
Lukas Schwarzmnn	05/01/22	1.0	Internal discussion
Lukas Schwarzmnn	05/02/22	0.5	Internal discussion
Lukas Schwarzmnn	05/03/22	0.5	Internal discussion
Lukas Schwarzmnn	05/04/22	4.0	Financial analysis
Lukas Schwarzmnn	05/09/22	3.0	Financial analysis
Lukas Schwarzmnn	05/10/22	1.0	Call with operational consultants
Lukas Schwarzmnn	05/12/22	0.5	Internal discussion
Lukas Schwarzmnn	05/16/22	1.0	Call with management
Lukas Schwarzmnn	05/16/22	4.0	Financial analysis
Lukas Schwarzmnn	05/17/22	3.0	Financial analysis
Lukas Schwarzmnn	05/18/22	4.5	Financial analysis
Lukas Schwarzmnn	05/19/22	1.0	Internal discussion
Lukas Schwarzmnn	05/19/22	0.5	Call with management
Lukas Schwarzmnn	05/19/22	4.0	Financial analysis
Lukas Schwarzmnn	05/20/22	3.5	Financial analysis
Lukas Schwarzmnn	05/23/22	1.0	Call with operational consultants
Lukas Schwarzmnn	05/23/22	0.5	Internal discussion
Lukas Schwarzmnn	05/23/22	5.0	Financial analysis
Lukas Schwarzmnn	05/24/22	1.0	Call with operational consultants
Lukas Schwarzmnn	05/25/22	4.0	Financial analysis
Lukas Schwarzmnn	05/26/22	1.0	Biweekly catch up call
Lukas Schwarzmnn	05/26/22	4.0	Financial analysis
Lukas Schwarzmnn	05/27/22	3.5	Financial analysis
Lukas Schwarzmnn	05/31/22	3.0	Financial analysis
		<u><u>55.0</u></u>	